

USA Capital

Subordinated Trust Deed Investment

Borrower: Cabernet at the Highlands, LLC
Cabernet at the Highlands, LLC is managed by Tanamera Holding Company which is an entity controlled by USA Investment Partners.

Loan Amount: \$3,900,000

Rate: 15% (net)

Maturity: September 1, 2006

Collateral: Subordinated deed of trust on approximately 189-acres of land. Located off HWY 395 and Golden Valley road in Reno Nevada.

Combined Loan to Value: Approximately 83% based on an appraisal by John S. Wright and Associates dated 7-22-04 prepared for USA Commercial Mortgage.

The Project: This project is surrounded by development on three sides on Golden Valley road in Reno Nevada. Across the street from the property is a new High School and to the west is an elementary school. Lennar Homes and Aultanan are developing in the area. The project is planned for 579 single family residential ranging in size from 6,000 square feet to 1 acre.

Guarantees: Thomas Hantges, Joseph Milanowski, and Kreg Rowe, with a combined estimate net worth of approximately \$100,000,000.

USA Capital 702-734-2400

Licensed by the State of Nevada Division of Mortgage Lending
USA Commercial Mortgage Company 4484 S. Pecos Rd, Las Vegas NV 89121
License #MB 333 10/21/2009

Money invested through a mortgage broker is not guaranteed to earn any interest or return and is not insured. Before investing investors must be provided applicable disclosure.

EXHIBIT B